

**IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE**

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MARYLYNN HARTSEL and DEANNA PARKER, :
derivatively on behalf of Nominal Defendants, :
Plaintiffs, :
v. : Case No. 1:13-cv-01128-SLR
THE VANGUARD GROUP INC., JOHN J. :
BRENNAN, CHARLES D. ELLIS, RAJIV L. GUPTA, :
AMY GUTMANN, JOANN HEFFERNAN HEISEN, :
ANDRE F. PEROLD, ALFRED M. RANKIN, JR., and :
J. LAWRENCE WILSON; ACADIAN ASSET :
MANAGEMENT, LLC, and MARATHON ASSET :
MANAGEMENT, LLP, :
Defendants, :
and :
VANGUARD INTERNATIONAL EQUITY INDEX :
FUNDS, d/b/a VANGUARD EUROPEAN STOCK :
INDEX FUND, and VANGUARD HORIZON FUNDS, :
d/b/a VANGUARD GLOBAL EQUITY FUND, :
Nominal Defendants. :
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DEFENDANTS' JOINT MOTION TO DISMISS

Defendants in the above-captioned action respectfully move pursuant to Federal Rules of Civil Procedure 23.1 and 12(b)(6) to dismiss Plaintiffs' First Amended Verified Derivative Complaint. The specific grounds for this motion are set forth in Defendants' Memorandum Of Law In Support Of Their Motion To Dismiss Plaintiffs' Amended Complaint, submitted herewith.

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CERTIFICATE OF SERVICE

I hereby certify that on the 6th day of June, 2014, the foregoing Motion to Dismiss was served via ECF on all counsel of record.

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